



WYL/SECT/
02.04.2015

BSE Limited
Dept. of Corporate Service
1st Floor, New Trading Ring
Rotunda Building, P. J. Towers
Dalal Street, Fort, MUMBAI-400001

Fax No. 022-22722061, 22722037, 22722039
Script Code : 514348

National Stock Exchange of India Ltd
Listing Department
"Exchange Plaza" Bandra-Kurla Complex
Bandra (E), MUMBAI - 400051

Fax No. 022-26598237, 26598238, 26598348
Script Code : WINSOME

Sub : Disclosure of Voting Results of the 24th Annual general Meeting of the Company held on 31.03.2015 under Clause 35A of the Listing Agreement.

Dear Sir,

We are please to inform you that the 24th Annual general Meeting of the Company was held on 31.03.2015 as per the Notice of AGM, earlier sent to the shareholders/ stock exchanges.

Pursuant to Clause 35A of the Listing Agreement, details of the voting results at the said Annual General Meeting of the Company are given below in the prescribed format:

Details of Voting Results

| | |
|---|------------------------------|
| Date of AGM | 31 st March, 2015 |
| Total number of Shareholders on record date: (Book Closure dates : 16.03.2015 to 18.03.2015) | 14770 |
| No. of Shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group - Public | 3 76 |
| No. of Shareholders attended the meeting through Video Conferencing: - Promoters and Promoter Group - Public | None None |



Agenda-wise

| Details of Agenda: | |
|--------------------|---|
| 1 | To receive, consider and adopt the Audited Financial Statement of the Company for the Financial Year ended September 30, 2014 together with the Reports of the Board of Directors and Auditors thereon. |
| | Resolution required: (Ordinary/Special) >> ORDINARY |
| | Mode of voting : (Show of hands/Poll/Postal ballot/E-voting) >> Poll/E-voting |

In case of Poll/Postal ballot/E-voting:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes-favour | No. of Votes-against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|-------------------------------|--------------------|---------------------|---|---------------------|----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 27339609 | 25938209 | 94.87 | 25938209 | Nil | 100 | Nil |
| Public--Institutional holders | 11438750 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Others | 31928870 | 13021 | 0.04 | 13021 | Nil | 100 | Nil |
| Total | 70707229 | 25951230 | | 25951230 | | | |

| Details of Agenda: | |
|--------------------|--|
| 2 | To appoint a Director in place of Shri Manish Bagrodia (DIN. 00046944), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment. |
| | Resolution required: (Ordinary/Special) >> ORDINARY |
| | Mode of voting : (Show of hands/Poll/Postal ballot/E-voting) >> Poll/E-voting |

In case of Poll/Postal ballot/E-voting:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes-favour | No. of Votes-against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|-------------------------------|--------------------|---------------------|---|---------------------|----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 27339609 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Institutional holders | 11438750 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Others | 31928870 | 13021 | 0.04 | 13021 | Nil | 100 | Nil |
| Total | 70707229 | 13021 | | 13021 | | | |



Details of Agenda:

3 To appoint Auditors & and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**.

Resolution required: (Ordinary/Special) >> **ORDINARY**

Mode of voting : (Show of hands/Poll/Postal ballot/E-voting) >> **Poll/E-voting**

In case of Poll/Postal ballot/E-voting:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes-favour | No. of Votes-against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|-------------------------------|--------------------|---------------------|---|---------------------|----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 27339609 | 25938209 | 94.87 | 25938209 | Nil | 100 | Nil |
| Public--Institutional holders | 11438750 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Others | 31928870 | 13021 | 0.04 | 13021 | Nil | 100 | Nil |
| Total | 70707229 | 25951230 | | 25951230 | | | |

Details of Agenda:

4 To appoint Mr. Pradeep Kumar as an Independent Director of the Company and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**.

Resolution required: (Ordinary/Special) >> **ORDINARY**

Mode of voting : (Show of hands/Poll/Postal ballot/E-voting) >> **Poll/E-voting**

In case of Poll/Postal ballot/E-voting:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes-favour | No. of Votes-against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|-------------------------------|--------------------|---------------------|---|---------------------|----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 27339609 | 25938209 | 94.87 | 25938209 | Nil | 100 | Nil |
| Public--Institutional holders | 11438750 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Others | 31928870 | 13021 | 0.04 | 12821 | 200 | 98.46 | 1.54 |
| Total | 70707229 | 25951230 | | 25951030 | 200 | | |



| Details of Agenda: | |
|--------------------|---|
| 5 | To appoint Mr. K. P. Ramakrishnan as an Independent Director of the Company and to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution . |
| | Resolution required: (Ordinary/Special) >> ORDINARY |
| | Mode of voting : (Show of hands/Poll/Postal ballot/E-voting) >> Poll/E-voting |

In case of Poll/Postal ballot/E-voting:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes-favour in | No. of Votes-against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|-------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 27339609 | 25938209 | 94.87 | 25938209 | Nil | 100 | Nil |
| Public--Institutional holders | 11438750 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Others | 31928870 | 13021 | 0.04 | 12821 | 200 | 98.46 | 1.54 |
| Total | 70707229 | 25951230 | | 25951030 | 200 | | |

| Details of Agenda: | |
|--------------------|---|
| 6 | To re-appoint Mr. Manish Bagrodia as Managing Director and fix his remuneration and to consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution . |
| | Resolution required: (Ordinary/Special) >> SPECIAL |
| | Mode of voting : (Show of hands/Poll/Postal ballot/E-voting) >> Poll/E-voting |

In case of Poll/Postal ballot/E-voting:

| Promoter/Public | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes-favour in | No. of Votes-against | % of Votes in favour of votes polled | % of Votes against on votes polled |
|-------------------------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | 27339609 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Institutional holders | 11438750 | Nil | Nil | Nil | Nil | Nil | Nil |
| Public--Others | 31928870 | 13021 | 0.04 | 12821 | 200 | 98.46 | 1.54 |
| Total | 70707229 | 13021 | | 12821 | 200 | | |

Thanking you,

Yours faithfully,
For **WINSOME YARNS LIMITED**

(K. V. SINGHAL)

G.M. (Legal) & Company Secretary
Mobile No. 9914030030

Email : kvsinghal@winsomegroup.com, cshare@winsomegroup.com

